IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

IN RE:) Chapter 11
WORLDWIDE DIRECT, INC., et al.,) Case Nos. 99-108 (MFW)) through 99-127 (MFW)
Debtors.) (Jointly Administered Under) Case No. 99-108 (MFW))

ORDER

AND NOW, this 29day of OCTOBER, 2004, upon consideration of the Sixth and Final Verified Application of Hennigan, Bennett & Dorman ("HBD") for Allowance of Compensation and for Reimbursement of Expenses, the Objection of the Liquidating Trustee thereto, and the Reply of HBD, and after hearings held on May 16 and December 5, 2002, it is hereby

ORDERED that the Objection of the Liquidating Trustee is hereby SUSTAINED in part; and it is further

ORDERED that Hennigan, Bennett & Dorman are allowed final fees in the amount of \$5,492,359.69 and expenses in the amount of \$1,042,422.46; and it is further

ORDERED that to the extent Hennigan, Bennett & Dorman has not received interim payments in the above amount, the Liquidating Trustee shall pay the difference but to the extent Hennigan, Bennett & Dorman has received interim payments in excess of the above amount, it shall disgorge the difference to the Liquidating Trustee.

BY THE COURT:

Mary F. Walrath

United States Bankruptcy Judge

cc: See attached

SERVICE LIST

Steven Kortanek, Esquire Stephanie A. Fox, Esquire KLEHR HARRISON HARVEY BRANZBURG & ELLERS, LLP 919 Market Street Suite 1000 Wilmington, DE 19801

Elizabeth S. Kardos, Esquire GIBBONS, DEL DEO, DOLAN, GRIFFINGER & VECCHIONE, P.C. One Riverfront Plaza Newark, NJ 07102

Robert S. Brady, Esquire YOUNG CONAWAY STARGATT & TAYLOR, LLP 11th Floor, Rodney Square North P.O. Box 391 Wilmington, DE 19899-0391

Bruce Bennett, Esquire James O. Johnston, Esquire HENNIGAN MERCER & BENNETT 601 South Figueroa Street Suite 3300 Los Angeles, CA 90017

OFFICE OF THE UNITED STATES TRUSTEE J. Caleb Boggs Federal Building 844 King Street Lockbox 35 Suite 2313 Wilmington, DE 19801